

TRIAL/HEARING ON:

1-1) 264 Motion for (A) Entry of an Order (I) Approving Bidding Procedures; (II) Scheduling Bidding Deadline, Auction Date, and Sale Hearing Date; (III) Approving Form and Notice Thereof; (B) Entry of an Order After the Sale Hearing (I) Authorizing the Debtors to Sell Their Assets; and (II) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief filed by William A. (Trey) Wood III for JointAdmin Debtors WBH Energy GP, LLC, WBH Energy Partners LLC, Debtor WBH Energy, LP **(SALE HEARING)**

EXHIBIT AND WITNESS LIST

PLAINTIFF'S /Movants ATTORNEY(s): Jason Cohen, Trey Wood, Chelsea Dal Corso for the Debtor	DEFENDANT'S/Respondent ATTORNEY(s): Deborah Bynum for the USTR, Eric Taube and Chris Bradley for USED, Berry Spears , Brooke Chadeayne and Philip Eisenberg (by phone) for the Committee, Ken Green and Carolyn Carollo for CL, III, Nicholas Reisch for Inwell II Phone: Brandon Jones, Ross Plourde, Zachary McKay and Trey Monsour	Docket Number: 15-10003-hcm Trial Date(s) 8/20/15
PRESIDING JUDGE Judge H. Christopher Mott	COURT REPORTER Sherri Müller	COURTROOM DEPUTY Ronda Farrar

PLA /Mov NO.	DEF/Resp NO.	DATE OFFERED	MARKED	ADMITTED	DESCRIPTION
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					Witness 1: B.J. Brandenberger
DB-1		8/20/15		8/20/15	Stipulation and Agreed Order on (1) Motion for Relief From Automatic Stay to Foreclose on Collateral Owned by WBH Energy LP and (2) Motion for Relief from Automatic Stay to Foreclose on Collateral Owned by WBH Energy Partners LLC Filed by CL III Holding, LLC (Castlelake) [Dkt. No. 358]
DB-2		8/20/15		8/20/15	Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507 (I) Authorizing Postpetition Financing, (II) Approving Use of Cash Collateral, (III) Granting Adequate

					Protection, and (IV) Granting Related Relief [Dkt. No. 360]
DB-3		8/20/15		8/20/15	Debtors' Motion for (A) Entry of an Order (I) Approving Bidding Procedures; (II) Scheduling Bidding Deadline, Auction Date, and Sale Hearing Date; (III) Approving Form and Notice Thereof; (B) Entry of an Order After the Sale Hearing (I) Authorizing the Debtors to Sell their Assets; and (II) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief [Dkt. No. 21]
DB-4		8/20/15		8/20/15	Order Approving Bidding Procedures; Scheduling Bidding Deadline, Auction Date, and Sale Hearing Date; Approving Form and Notice Thereof (with Bidding Procedures as attachment) [Dkt. No. 361]
DB-5		8/20/15		8/20/15	Order Granting Employment of TenOaks Energy Advisors, LLC as Broker for WBH Energy, LP and WBH Energy Partners LLC, with attachment (TenOaks engagement agreement) [Dkt. No. 404]
DB-6		8/20/15		8/20/15	Marketing Teaser
DB-7		8/20/15		8/20/15	Marketing Memorandum
DB-8		8/20/15		8/20/15	Notice of Successful Bidder including Purchase and Sale Agreement between WBH Energy, LP and WBH Energy Partners LLC, as sellers, and CL III Funding Holding Company, LLC as buyers [Dkt. No. 485]
DB-9		8/20/15		8/20/15	Final Purchase and Sale Agreement between WBH Energy, LP and WBH Energy Partners LLC, as sellers, and CL III Funding Holding Company, LLC as buyers
DB-10		8/20/15		8/20/15	Notice of Debtors' Intent to Assume and Assign Certain Unexpired Leases and Executory Contracts and Setting Forth the Cure Amounts [Dkt. No. 456]
DB-11		8/20/15		8/20/15	Debtors' Proposed Order (I) Authorizing and Approving the Debtors to Sell their Assets, (II) Authorizing the debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases and (III) Granting Related Relief
DB-12		8/20/15		8/20/15	Certificate of Service of Solicitation Materials [Dkt. No. 488]
DB-13		8/20/15		8/20/15	Order (I) Approving Disclosure Statement, (II) Determining Dates, Procedures, and Forms Applicable to Solicitation Process, (III) Establishing Vote Tabulation Procedures, and (IV) Establishing Objection Deadline and Scheduling Hearing to Consider Confirmation of Plan [Dkt. No. 460]
DB-14		8/20/15		8/20/15	First Amended Joint Plan of Reorganization of WBH Energy, LP, WBH Energy Partners LLC, and WBH Energy GP, LLC [Dkt. No. 459]

DB-15		8/20/15		8/20/15	Joint Disclosure Statement for the Debtors' Proposed First Amended Joint Plan of Reorganization [Dkt. No. 458]
DB-16		8/20/15		8/20/15	Notice of Amendment to Supplement to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Dkt. No. 487]
DB-17		8/20/15		8/20/15	Ballot Summary and Affidavit of Tabulation
DB-18		8/20/15		8/20/15	Debtors' Proposed Order Confirming the Debtors' First Amended Joint Plan of Reorganization
DB-19		8/20/15		8/20/15	Debtors' Objection to Proofs of Claim of U.S. Energy Development Corporation [Dkt. No. 453]
DB-20		8/20/15		8/20/15	Notice of Filing of Agreement Regarding Sale Motion, DIP Motion and Lift Stay Motion [between Castlake and USED] [Dkt. No. 319]
DB-21		8/20/15		8/20/15	Cost, Payment, Balance worksheet (with 10/31/13 detail)
DB-22		8/20/15		8/20/15	Joint Operating Agreement dated September 1, 2011 between WBH Energy Partners LLC, WBH Energy, LP, and USED
					<u>Witness 2: David Rex Henderson</u>
	CL-35	8/20/15		8/20/15	September 1, 2011 Joint Operating Agreement, as amended
	USED-2	8/20/15		8/20/15	Second Amendment to Joint Operation Agreement (Joseph Warnock Deposition Exhibit 2)
					<u>Witness 3: Stanley Scott Valdez</u>
	CL-42	8/20/15		8/20/15	Pressler Petroleum Consultants, Inc. Preliminary Assessment
	CL-28	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart B1 Unit #1)
	CL-29	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart B2 Unit #2)
	CL-30	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart E1 Unit #1)
	CL-31	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart E2 Unit #2)
	CL-32	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart F3 Unit #3)
	CL-33	8/20/15		8/20/15	Declaration of Pooled Unit (Lewis-Stuart F4 Unit #4)
	CL-26	8/20/15		8/20/15	Lien Affidavit(s) filed by Inwell II LLC